

**IN THE UNITED STATES DISTRICT COURT FOR THE
SOUTHERN DISTRICT OF NEW YORK**

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| JEFFREY HARRIS, derivatively on behalf of Citigroup Inc., v. CHARLES O. PRINCE, ET AL., Defendants. | 1:07-cv-09841-SHS |
| GARY CINOTTO, derivatively on behalf of Citigroup Inc., v. CHARLES O. PRINCE, ET AL., Defendants. | 1:07-cv-09900-SHS |
| BENJAMIN NATHANSON, derivatively on behalf of Citigroup Inc., v. CHARLES O. PRINCE, ET AL., Defendants. | 1:07-cv-10333-SHS |
| SAM COHEN, derivatively on behalf of Citigroup Inc., v. CITIGROUP INC., ET AL., Defendants. | 1:07-cv-10344-SHS |
| WALTER E. RYAN, JR., derivatively on behalf of Citigroup Inc., v. CHARLES O. PRINCE, ET AL., Defendants. | 1:07-cv-11581-UA |

**NOTICE OF MOTION AND MOTION TO CONSOLIDATE ALL RELATED
SHAREHOLDER DERIVATIVE ACTIONS AND APPOINT A LEADERSHIP
STRUCTURE FOR PLAINTIFFS**

PLEASE TAKE NOTICE that Plaintiff, Sam Cohen, derivative plaintiff in *Cohen v. Citigroup Inc., et al.*, No. 1:07-cv-10344-SHS, by his counsel, will hereby move this Court on a date and such time as may be designated by the Court, at 500 Pearl Street, New York, N.Y. 10007-1312, for an Order (filed herewith): (1) consolidating all related actions; and (2) to appoint the law firm of Brower Piven, A Professional Corporation (“Brower Piven”) as lead counsel. In support of this Motion, Plaintiff Sam Cohen

submits the following: (1) Memorandum Of Law In Support Of Plaintiff Sam Cohen's Motion To Consolidate All Related Shareholder Derivative Actions And Appoint A Lead Counsel For Plaintiffs; and (2) Declaration of Elizabeth A. Schmid In Support of Plaintiff Sam Cohen's Motion To Consolidate All Related Shareholder Derivative Actions And Appoint A Leadership Structure For Plaintiffs.

Dated: New York, New York
January 28, 2008

Respectfully submitted,

BROWER PIVEN
A Professional Corporation

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Proposed Lead Counsel